

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF SOUTH CAROLINA

In Re:	)	CHAPTER 11
	)	
George W. Park Seed Co., Inc.,	)	CASE NO. 02431-JW
	)	
Park Seed Wholesale, Inc., and	)	CASE NO. 02432-JW
	)	
Jackson & Perkins Direct	)	CASE NO. 02434-JW
Marketing,	)	
	)	
Debtors.	)	(JOINT ADMINISTRATION REQUESTED)
	)	

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**MOTION FOR EMERGENCY HEARING ON MOTION OF THE DEBTORS  
FOR APPOINTMENT OF CHAPTER 11 TRUSTEE**

PLEASE TAKE NOTICE THAT the undersigned, on behalf of George W. Park Seed Co., Inc. and its affiliates ("Debtors"), does hereby move before this Court for its order granting an emergency hearing with respect to the attached Motion of the Debtors for Appointment of Chapter 11 Trustee (the "Motion") which were filed on April 2, 2010 and are attached hereto. In support of this Motion for an expedited hearing and pursuant to SC LBR 9013-1(d), the Debtors state as follows:

Pursuant to the Motion, Debtors seek entry of an order appointing a chapter 11 Trustee. The Debtors' owners and management believe the appointment of a chapter 11 Trustee is in the best interest of the estate. The Debtors request the Motion be granted on an expedited basis, and recommend that W.E. (Bill) Calloway be appointed as trustee in the Chapter 11 cases.

WHEREFORE, the Debtors request the Court enter its order granting its request for an expedited hearing on the attached Motion of the Debtors for Appointment of Chapter 11 Trustee.

/s/ R. Geoffrey Levy  
R. Geoffrey Levy  
I.D. #2666  
Levy Law Firm, LLC  
2300 Wayne Street  
Columbia, South Carolina 29201  
Tele. (803) 256-4693  
Fax (803) 799-5245  
Attorney for George W. Park Seed Co., Inc.  
and its Affiliates

April 2, 2010

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF SOUTH CAROLINA

In Re:	)	CHAPTER 11
	)	
George W. Park Seed Co., Inc.,	)	CASE NO. 10-02431-JW
	)	
Park Seed Wholesale, Inc., and	)	CASE NO. 10-02432-JW
	)	
Jackson & Perkins Direct	)	CASE NO. 10-02434-JW
Marketing,	)	
	)	
Debtors.	)	(JOINT ADMINISTRATION REQUESTED)
	)	

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**MOTION OF THE DEBTORS FOR APPOINTMENT OF CHAPTER 11 TRUSTEE**

George W. Park Seed Co., Inc. and its affiliates (Park or the Debtors), the above-captioned debtors-in-possession, hereby filed this Motion for Appointment of Chapter 11 Trustee. In support of this Motion, the Debtors respectfully submit the following:

**JURISDICTION AND VENUE**

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §1334 and Local Civil Rule 83.IX.01, D.S.C. This Motion is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A).
2. Venue is proper in this Court pursuant to 28 U.S.C. §§1408 and 1409.
3. The statutory bases for the relief requested herein are §§105(a) and 1104(a)(2) of title 11 of the United States Code, Rule 2009(c)(2) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules").

### **PROCEDURAL HISTORY**

4. On the date hereof (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, thereby commencing the above captioned bankruptcy cases (the "Chapter 11 Cases").
5. Since the Petition Date, the Debtors have continued to operate and manage their business as debtors-in-possession pursuant to Bankruptcy Code §§1107(a) and 1108. No official committees have been appointed or designated. Concurrently with the filing of this Motion, the Debtors have sought joint administration of the Chapter 11 Cases.

### **FACTS**

6. The Debtors' owners, and/or directors, Don Hachenberger and Glenda Hachenberger (the "Hachenbergers"), have authorized the filing of the Chapter 11 Cases, and concurrently have agreed and consented to the appointment of a chapter 11 trustee. (Exhibit "A" attached hereto.)
7. The Debtors and the Hachenbergers recommend that W.E. (Bill) Calloway be appointed as the trustee for the Chapter 11 Cases.

### **BASIS FOR RELIEF REQUESTED**

8. Section 1104(a)(2) states in pertinent part, (a) At any time after the commencement of the case but before confirmation of a plan on request of a party in interest or the United States Trustee, and after notice and a hearing, the court shall order the appointment of a trustee -

(2.) if such appointment is in the interests of creditors, any equity security holders, and other interests of the estate . . . .

9. Bankruptcy Rule 2009(c)(2) governs trustees for estates when joint administration is ordered in chapter 11 reorganization cases. Bankruptcy Rule 2009(c)(2) states in relevant part: If the appointment of a trustee is ordered, the United States Trustee may appoint one or more trustees for estates being jointly administered in chapter 11 cases.
10. The Hachenbergers and the Debtor's management believe it is in the best interest of the estates that a trustee be appointed in the Chapter 11 Cases.
11. Based on W.E. (Bill) Calloway's significant experience in the bankruptcy field, the Hachenbergers and the Debtors' management recommend to the Court, the United States Trustee and the creditors that W.E. (Bill) Calloway be appointed as trustee in the Chapter 11 Cases. (Résumé attached hereto as Exhibit "B".)

Respectfully Submitted,

/s/ R. Geoffrey Levy  
R. Geoffrey Levy  
I.D. #2666  
Levy Law Firm, LLC  
2300 Wayne Street  
Columbia, South Carolina 29201  
Tele. (803) 256-4693  
Fax (803) 799-5245  
Attorney for the Debtors

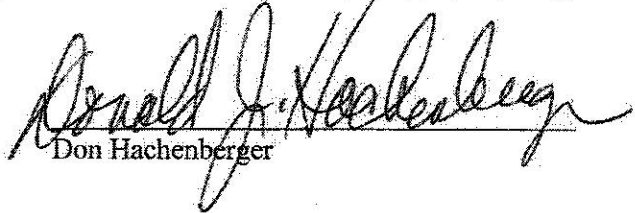
April 2, 2010

Columbia, South Carolina

Consent Regarding Bankruptcy

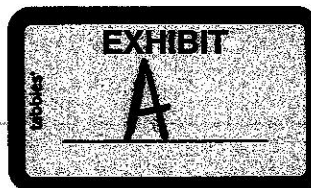
The undersigned, Don Hachenberger and Glenda Hachenberger (the "Consenting Parties") hereby acknowledge and agree as the owners and/or directors, as applicable, of Jackson & Perkins Acquisitions, Inc; Jackson & Perkins Company; Jackson & Perkins Wholesale, Inc.; Geo. W. Park Seed Co. , Inc.; and Park Seed Wholesale, Inc. (the "Companies") that the Companies should file for bankruptcy as soon as possible. In this regard, the Consenting Parties hereby designate, authorize and appoint Chas Fox, the President of the Companies, to sign the bankruptcy petitions for the Companies and any and all other related documents and filings relating thereto. In this regard, the Consenting Parties acknowledge and agree that in connection with the bankruptcy filings a Motion will be filed requesting that a Chapter 11 Trustee be appointed with the recommendation of the Consenting Parties and the Companies that the Trustee be Bill Calloway. The Consenting Parties represent, warrant, acknowledge and agree that this designation, authorization and appointment has been approved by all necessary corporate action in their capacities as owners and/or directors, as applicable, of the Companies. This designation, authorization and appointment of Chas Fox is irrevocable and is intended to be relied upon by all parties for all purposes. Any attempt to revoke this designation, authorization and appointment shall be null and void and of no force or effect and the parties agree any such attempt is to be disregarded.

IN WITNESS WHEREOF, the undersigned have executed this consent as of the 23<sup>rd</sup> day of March, 2010.

  
Don Hachenberger

\_\_\_\_\_  
Glenda Hachenberger

-Doc# 6156613.2-



Consent Regarding Bankruptcy

The undersigned, Don Hachenberger and Glenda Hachenberger (the "Consenting Parties") hereby acknowledge and agree as the owners and/or directors, as applicable, of Jackson & Perkins Acquisitions, Inc; Jackson & Perkins Company; Jackson & Perkins Wholesale, Inc.; Geo. W. Park Seed Co. , Inc.; and Park Seed Wholesale, Inc. (the "Companies") that the Companies should file for bankruptcy as soon as possible. In this regard, the Consenting Parties hereby designate, authorize and appoint Chas Fox, the President of the Companies, to sign the bankruptcy petitions for the Companies and any and all other related documents and filings relating thereto. In this regard, the Consenting Parties acknowledge and agree that in connection with the bankruptcy filings a Motion will be filed requesting that a Chapter 11 Trustee be appointed with the recommendation of the Consenting Parties and the Companies that the Trustee be Bill Calloway. The Consenting Parties represent, warrant, acknowledge and agree that this designation, authorization and appointment has been approved by all necessary corporate action in their capacities as owners and/or directors, as applicable, of the Companies. This designation, authorization and appointment of Chas Fox is irrevocable and is intended to be relied upon by all parties for all purposes. Any attempt to revoke this designation, authorization and appointment shall be null and void and of no force or effect and the parties agree any such attempt is to be disregarded.

IN WITNESS WHEREOF, the undersigned have executed this consent as of the 23<sup>rd</sup> day of March, 2010.

\_\_\_\_\_  
Don Hachenberger

  
Glenda Hachenberger

**W. E. (Bill) Calloway**

14 Oakman Lane, Columbia, South Carolina 29209  
803-795-8342  
[wcalloway@sc.rr.com](mailto:wcalloway@sc.rr.com)

**EDUCATION**

**University of South Carolina Law School** – Columbia, SC 1977

**The Citadel** – Charleston, SC 1971  
B.S., Business Administration

**PROFESSIONAL EXPERIENCE**

**M & C Business Group, LLC** 2007 - Present  
Columbia, SC  
Owner with partner Bert L. Montague II  
Primarily engaged in business consulting and business workouts. Mr. Montague has 40 plus years of manufacturing experience.

**Safe Harbor Access Systems II, LLC** 2007 – Present  
Florence, SC  
Owner with partner Bert L. Montague II  
Manufacturer of steel and aluminum safety access systems specializing in barge access systems which are installed throughout the United States and Canada.

**Montague Industrial Fabrication, LLC (MIF)** 2007 – Present  
Florence, SC  
Owner with partner Bert L. Montague II  
Manufacturer of components for bulk conveyor systems which are installed throughout the United States.

**Robinson, Barton, McCarthy, Calloway & Johnson** 1990 - 2007  
Columbia, SC  
Partner  
Private practice primarily engaged in Chapter 11 business debtor cases and business workouts.

**Lee, Wilson, & Erter** 1982 - 1990  
Sumter, SC  
Partner  
Private practice primarily engaged in a general practice.

**National Bank of South Carolina** 1978 - 1982  
In-House Attorney

**PERSONAL**

Married for 36 years to Ann  
Two adult children - Will (age 36) and Ann Mac (age 27)

